EXHIBIT E

DESCRIPTION OF THE TRANSACTION AND BUYERS

Description of Transaction

Calian Corp., a Delaware corporation, and Calian Acquisition LLC, a Delaware limited liability company ("**Buyers**") entered into a Purchase Agreement on March 9, 2023 (the "Agreement") with Hawaii Pacific Teleport, LLLP, a Limited Liability Limited Partnership under the laws of the State of Hawaii ("**Licensee**"), to acquire all the of the partnership interests in Licensee.

The two partners of Licensee are (i) Hawaii Capital Holdings, LLC, a Delaware Limited Liability Company, as the General Partner, with Leeana Smith-Ryland as its sole member ("**General Partner**") and (ii) 1050 Piiholo, LLC, a Hawaii Limited Liability Company, the Limited Partner, and Neil Strumingher as its sole member ("**Limited Partner**") (collectively, "**Sellers**").

Calian Acquisition LLC is a wholly-owned subsidiary of Calian Corp. Calian Corp. will acquire all the partnership interest of the Limited Partner. Calian Acquisition LLC will acquire all the partnership interest of the General Partner.[1] The Purchase Price shall be allocated between the Sellers in accordance with the Seller Pro Rata Share Allocation set forth Exhibit A of the Agreement which is approximately 30% for the General Partner, and 70% for the Limited Partner.

The completion of the sale to the Buyers of the partnership interests under the Agreement will be effective at Closing. The Closing Date is yet to be determined. Calian is targeting Closing by the third quarter of 2023, pending regulatory approvals. The purchase price to be paid on closing is $35.55 million U.S. dollars, subject to customary closing adjustments, and contains earnouts of up to $16.1 million U.S. dollars based on the achievement of certain level of EBITDA performance over the 24 months post-closing.

Description of Buyers

Calian Acquisition LLC, a Delaware limited liability company, is a wholly owned subsidiary of Calian Corp., a Delaware corporation, which itself is a wholly owned subsidiary of Calian Group Ltd., a Canadian publicly traded company, with headquarters in Ottawa, Ontario.[2]

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[1] Because Calian Corp. is acquiring all of Licensee's Limited Partner partnership interests, and Calian Corp.'s wholly owned subsidiary Calian Acquisition LLC is acquiring all of Licensee's General Partnership interest, Calian Corp. has been designated as the proposed Transferee in this application.

[2] Calian Corp. acquired the assets of Computex Inc. in March 2022. Computex previously acquired the assets of Synetra Inc. in 2018. Computex/Synetra, based in Houston, Texas, assists State, Local and Education customers throughout the U.S. with the E-Rate program.

Calian Acquisition LLC was created for the purpose of acquiring interests of Hawaii Pacific Teleport LLLP.

Description of Ownership and Control of the Buyers

1. Holders of Calian Group Ltd. Equity

Calian Group Ltd. ("**CGL**") is a publicly traded company. There are no shareholders with 10% or more of CGL's equity. Information on the largest shareholder of CGL is as follows:

Name	Percentage Interest	Address	Citizenship	Principal Business
Mawer Investment Management Ltd.	9.6%	79 Wellington Street West, TD South Tower, Suite 3410, Box 276, Toronto, Ontario M5K 1J5	Canadian	Investment fund

The rest of the shareholders each own less than 5% of participating equity.

2. Information Regarding Officers and Directors of Calian Entities

- **Calian Group Ltd.**

The current members of the Board of Directors of Calian Group Ltd. and their principal businesses are listed below. All are citizens of Canada.

	NAME	PRINCIPAL BUSINESS/OCCUPATION	CITIZENSHIP
1	Ray Basler	Consultant, CPA, CA	Canadian
2	Kevin Ford	President and CEO of Calian	Canadian
3	Lori O'Neill	Corporate Director, CPA	Canadian
4	Young Park	Corporate Director	Canadian
5	Jo-Anne Poirier	President and CEO of VON Canada	Canadian
6	Ronald Richardson	Corporate Director, P.Eng.	Canadian
7	Valerie Sorbie	Partner and Managing Director of Gibraltar & Company	Canadian
8	George Weber	Corporate Director	Canadian

The mailing address for each of the directors is: 770 Palladium Drive, 4th Floor, Ottawa, Ontario, K2V 1C8.

The current officers of Calian Group Ltd. are:

	NAME	OCCUPATION	CITIZENSHIP
1	Kevin Ford	Chief Executive Officer	Canadian
2	Patrick Houston	Chief Financial Officer and Corporate Secretary	Canadian

The mailing address for each of the officers is: 770 Palladium Drive, 4th Floor, Ottawa, Ontario, K2V 1C8.

- **Calian Corp.**

The current members of the Board of Directors of Calian Corp. and their principal businesses are listed below. All are citizens of Canada.

	NAME	PRINCIPAL	Citizenship
1	Kevin Ford	President and CEO of Calian	Canadian
2	Patrick Houston	Chief Financial Officer and Corporate Secretary of Calian	Canadian

The mailing address for each of the Directors is 251 Little Falls Drive, Wilmington, Delaware, 19808.

The current officers of Calian Corp. are:

	NAME	Corporate Officers	CITIZENSHIP
1	Kevin Ford	Chief Executive Officer	Canadian
2	Patrick Houston	Secretary	Canadian

The mailing address for each of the officers is 251 Little Falls Drive, Wilmington, Delaware, 19808.

- **Calian Acquisition LLC**

Calian Acquisition LLC has 1 member: Calian Corp. There are no officers or directors.

A chart showing the proposed post-closing ownership structure is below.

PROPOSED POST-CLOSING OWNERSHIP STRUCTURE